



## **SCRUTINIZER REPORT**

The Chairman,  
**M/s Brawn Biotech Limited,**  
4/4B, Asaf Ali Road, IInd Floor,  
Old DSE Building, Asaf Ali Road,  
New Delhi-110002

Dear Sir,

**Sub: Consolidated Scrutinizer Report on remote e-voting conducted Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules' 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system- at the 35<sup>th</sup> Annual General Meeting of Brawn Biotech Limited (the Company) held on Friday 25<sup>th</sup> September, 2020 at 11.00 A.M. by Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)**

### **1. Appointment as Scrutinizer**

I, Amit Bansal, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Company Pursuant to Section 108 of the Companies Act' 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 35<sup>th</sup> Annual General Meeting (AGM) of the Company on **Friday 25<sup>th</sup> September, 2020 at 11.00 A.M.** I was also appointed as Scrutinizer to scrutinize the e-voting process at the said AGM held on **25<sup>th</sup> September, 2020.**

### **2. Dispatch of Notice convening the AGM**

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard (English) and Business Standard (Hindi), having editions on 25<sup>th</sup> August, 2020 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.





2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 31<sup>st</sup> August, 2020.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by RCMC Share Registry Private Limited the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM on 31<sup>st</sup> August, 2020 by E-mail Members who had already registered their E-mail IDs with the Company / Depositories;

### **3. Cut-off date**

Voting rights were reckoned as on Friday, 18<sup>th</sup> September 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

### **4. Remote e-voting process**

#### **4.1 Agency**

The Company appointed CDSL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

#### **4.2 Remote e-voting period**

Remote e-voting platform was open from 9:00 a.m. (IST) on Tuesday, 22<sup>nd</sup> September, 2020 till 5:00 p.m. (IST) on Thursday, 24<sup>th</sup> September, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

### **5. Voting at the AGM**

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20





(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

## **6. Counting Process**

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

## **7. Results**

7.1 We observe that:

- a) 5 Members had cast their votes through e-voting at the AGM;
- b) 69 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 25<sup>th</sup> September, 2020 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 02 Ordinary Resolutions as set out in Item Nos. 1 to 2 of the Notice of the AGM dated 25<sup>th</sup> September, 2020 have been passed with the requisite majority.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the e-voting conducted at the meeting on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the e-voting conducted at the meeting is restricted to making a scrutinizer's Report of the votes cast in favour or against the resolutions.





I now submit my consolidated Report as under on the result of the remote e-voting and voting through poll at the AGM in respect of the said resolutions.

**Item No. 1:**

To consider and adopt the audited standalone financial statements of the company for the financial year ended 31st March, 2020 together with the Board's Report and the Auditors' Report thereon. (Ordinary Resolution)

Voted in favour of the resolution:

	<b>Number of members voted in E-voting and Poll</b>	<b>Number of votes cast (in proportion to Shareholding)</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	69	14,89,572	100.00
E-voting at AGM	5	18	00.00
Total	74	14,89,590	100.00

Voted against the resolution:

	<b>Number of members voted in E-voting and Poll</b>	<b>Number of votes cast (in proportion to Shareholding)</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	9	15	0.00
E-voting at AGM	0	0	0.00
Total	9	15	0.00





**Item No. 2:**

To Appoint Mr. Brij Raj Gupta (DIN: 00974969), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Voted in favour of the resolution:

	<b>Number of members voted in E-voting and Poll</b>	<b>Number of votes cast (in proportion to Shareholding)</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	68	14,89,567	100.00
E-voting at AGM	5	18	00.00
Total	80	14,89,585	100.00

Voted against the resolution:

	<b>Number of members voted in E-voting and Poll</b>	<b>Number of votes cast (in proportion to Shareholding)</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	9	15	0.00
E-voting at AGM	0	0	0.00
Total	9	15	0.00

Thanking you,

Yours faithfully,

For **Amit Bansal and Associates**



CS Amit Bansal  
Practicing Company Secretary  
ACS No. 21319, CP No. 17875  
UDIN: A021319B000774764

Date: 25.09.2020

Place: Delhi